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MARVEL TEAM-UP  
**SPIDER-MAN**  
AND  
**MACHINE  
man**

**BARON  
BRIMSTONE--**



**--PLUS THE  
SANDMAN--**

**--EQUAL THE WORST POSSIBLE KIND OF TROUBLE!**



Stan Lee  
PRESENTS: A

# SPIDER-MAN

TEAM  
UP!

and MACHINE MAN  
MAKES  
3

WILL OUR  
WEB-SPINNING  
WONDER FIND  
TRUE HAPPINESS  
WITH A COMPUTER-  
IZED CRUSADER?

SPECIAL BONUS  
FEATURE: TWO  
VILLAINS FOR THE  
PRICE OF ONE...  
THE BIZARRE  
BARON BRIMSTONE  
JOINS FORCES WITH  
THE SAVAGE  
SANDMAN !!!

TURN HERE FOR  
ACTION! SUSPENSE!  
AND MIGHTY MARVEL  
MERRIMENT AS YOU  
LIKE IT !!!

WORDWORTH WRITING POLAROID PENCILS ELECTRIFYING INKS LUBRICIOUS LETTERS CLIMACTIC COLORS BRIMITE EDITING VOLUPTUOUS VOICED  
TOM DEFALCO JERRY BINGHAM MIKE ESPOSITO JOE ROSEN BEN SEAN DENNY OWEL JIM SHOOTER

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EVEN A PULSE-POUNDING THRILLER HAS TO START SOMEWHERE, SO LET'S LOOK IN ON THE EVER-POPULAR PETER PARKER...

ONLY A MAN WHO THRIVES ON REJECTION COULD BE A GRADUATE TEACHING ASSISTANT!



FIVE HOURS OF RESEARCH-- FOR A FORTY-MINUTE CLASS-ROOM LECTURE--

--WHICH MOST OF MY UNDERGRADS WILL SLEEP THROUGH!



ENOUGH ALREADY!



I'VE EARNED SOME FRESH AIR-- AND A GOOD WORK-OUT!

THUS, AFTER ONE WELL-RENDERED COSTUME CHANGE, THE AMAZING SPIDER-MAN MAKES A SOMEWHAT DRAMATIC APPEARANCE...



I NEEDED THIS--A CHANCE TO UNWIND AND RELAX!

HAVING THE PROPORTIONATE STRENGTH AND AGILITY OF A SPIDER MAY OCCASIONALLY CAUSE ME AN UNFAIR SHARE OF LIFE'S HAZARDS, BUT--



--YOU DON'T GET ACTION LIKE THIS FROM ROLLER-DISCO!

AND, AS OUR WEB-SWINGING SUPER-STAR BURNS CALORIES AND STRAINS MUSCLES IN HIS OWN UNIQUE MANNER, LET'S JOURNEY TO A CERTAIN MAXIMUM SECURITY CORRECTIONAL FACILITY...



ROCCO, OUR CELEBRITY IS GETTING RESTLESS!

DON'T WORRY! THE SANDMAN CAN'T ESCAPE THAT FREE-FLOWING PLEXI-GLASS BUBBLE! ITS COMPOSED OF UNSTABLE MOLECULES--AND IT WAS DESIGNED BY REED RICHARDS, THE LEADER OF THE FANTASTIC FOUR!



DREAM ON, DUMMIES!

I CAN SMASH MY WAY OUTTA ANY PRISON!

MEANWHILE, IN ANOTHER SECTION OF THE PRISON, OFFICER GRANT STEVENS MAKES HIS EVENING ROUNDS...

DOUSE IT, SHOOTARSKI!  
IT'S BEDDIE-BYE TIME!

IN YOUR EAR,  
STEVENS!

GOD,  
HOW I  
HATE  
THIS  
CRUINNY  
JOB!

WE DON'T  
REFORM  
CRIMINALS-- WE  
MERELY COLLECT  
'EM-- AND HIDE  
'EM FROM A  
'FRIGHTENED'  
PUBLIC!

COMPARED TO  
THESE OVER-  
CROWDED  
POWDER KEGS,  
THREE MILE  
ISLAND WAS A  
BOY SCOUT  
JAMBOREE!

STEVENS CONTIN-  
UES HIS DREBBY  
PATROL UNTIL...

I HAVE ANXIOUSLY  
ANTICIPATED YOUR  
ADVENT, DOLT!

IT...AIN'T  
POSSIBLE!

FOOL! LEVITATION IS A SIMPLE  
EXERCISE TO ONE SUCH AS  
BARON BRIMSTONE!

I HEARD  
YOU WERE  
SOME KINDA  
SCREWBALL  
SORCERER,  
BUT--!

SILENCE!  
I DESIRE  
SUB-  
SERVENCE  
--NOT  
APPROVAL!

PEER DEEPLY INTO MY CHILLING  
GAZE-- UNTIL YOUR WILL  
IS MY OWN!

THE CELL!  
UNLOCK  
THE CELL!

WELL DONE, LACKEY! YOU WILL NOW  
ACCOMPANY ME TO THE PROPERTY  
OFFICE-- WHERE I CAN RECOVER  
MY PRECIOUS EQUIPMENT-- AND  
DIVEST MYSELF OF THIS  
DULL RAIMENT!

THEN I  
SHALL LEAVE  
YOU A DANCE  
IN YOUR OWN  
DREAMS!

AND HERE  
MOMENTS  
LATER...

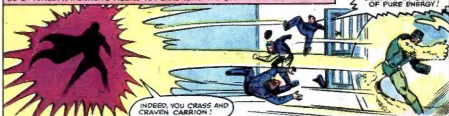
LOOK! SOMETHING'S  
HAPPENING!

CAREFUL! IT MAY  
BE A BREAKOUT!

WHO'D WANNA  
HELP ME?

HOWEVER, BEFORE ANOTHER MOVE CAN BE MADE, BEFORE ANOTHER THOUGHT CAN BE UTTERED, A MENACING FIGURE APPEARS AND THE SWIRLING MUST...

UGGS! WE'RE BEING BLASTED BY BOLTS OF PURE ENERGY!



INDEED, YOU CRASS AND CRAVEN CARRION!

MORTAL, I BRING YOU GREETINGS FROM BEYOND THIS EARTHLY REALM!

SAVE YER PITCH FOR THE RUBES, BUSTER! YA NEED MORE THAN SOME CRUMMY SPECIAL EFFECTS TA IMPRESS THE SANDMAN!

YA WANT SOMETHIN' FROM ME--OR YOU WOULDN'T BE HERE!  
YOUR INTELLIGENCE AMAZES ME!

OH, MAN--!

I COULD EARN MYSELF SOME SERGEANT STRIPES--BY STOPPING THESE JOKERS!



INSOLENT FOOL! I COULD SENSE YOUR RETURNING CONSCIOUSNESS! BE THANKFUL THAT BRIMSTONE PLACES A HIGH VALUE ON LIFE--ELSE YOU WOULD NOT PROFIT FROM THIS LESSON!

MY FRIEND, IF WE ARE TO CONCLUDE A PACT--IT MUST BE QUICKLY! ALREADY I SENSE REINFORCEMENTS APPROACHING! IN EXCHANGE FOR YOUR FREEDOM, I WANT YOUR ASSISTANCE ON A MATTER OF PERSONAL VENGEANCE...



YEAH, SURE! JUST GET ME OUTTA HERE BEFORE I GO NUTSO!

HURRY! STAND BACK--LEST MY MYSTIC SPELL CONSUMES YOU AS WELL AS YOUR PRISON!



I DON'T GET IT! THIS BUBBLE WITHSTOOD MY STRONGEST BLOWS--AND YER JUST MELTING IT AWAY!

MY AWESOME ABILITIES TRANSCEND THE LAWS OF SCIENCE!



WITNESS--AS I BEND TIME AND SPACE TO TRANSPORT US--



--TO  
SAFETY!

WHAT THE--?

MY UPPER WESTCHESTER  
ESTATE-- MY RETREAT  
FOR WHEN THE RIGORS  
OF CRIME BECOME  
TOO PRESSING!



BARON, YER EITHER ONE HECK OF AN  
ILLUSIONIST-- OR THE GREATEST  
MAGICIAN ALIVE!

IF WE'RE  
GONNA WORK  
TOGETHER--  
YA SHOULD  
LEVEL WITH  
ME!

SUPPOSE IT TO SAY THAT  
AFTER YEARS OF LABORIOUS  
STUDY I HAVE OBTAINED A  
CERTAIN COMPETENCE IN THE  
MYSTIC ARTS--



--YET I AM NOT ABOVE EMPLOYING  
ADVANCED TECHNOLOGY WHEN IT  
SUITS MY PURPOSE!

AWRIGHT-- KEEP YER SECRETS

WHO'S THE CREEP  
YA WANT WASTED?

A LIVING  
ROBOT CALLED  
MACHINE MAN!



THAT MECHANIZED MISFIT DISRUPTED A  
HIGHLY PROFITABLE ENTERPRISE OF MINE--  
AND HE MUST PAY FOR HIS IMPERTINENCE!

CARE FOR A  
BAILEY'S IRISH  
CREAK?

NAW-- BEER  
IS FINE!

"DISTINGUISHINGLY  
DEPICTED IN  
MACHINE MAN #16."



DURING OUR BOUT THE  
ROBOT EXHIBITED AN  
UNNATURAL INTEREST IN  
ONE PAMELA QUINN--  
A FILE CLERK FOR THE  
DELMAR INSURANCE  
COMPANY!

I GET THE  
PICTURE!



WE SNATCH  
THE FRAIL--  
AND USE 'ER  
AS BAIT!

NO SWEAT! MY SAND-  
FUSED BODY WILL  
MASH YER METAL  
MANIAC!

TOGETHER--  
WE SHALL  
RENDER HIM  
AS INSUBSTAN-  
TIAL AS  
YOUR DIS-  
CARDED  
BEER CAN!



EARLY THE NEXT MORNING, WE RETAIN THE CAMPUS-BOUND PETER PARKER...

I HAVE CLASSES TO LECTURE, LABS TO PROCTOR, AND REPORTS TO TYPE!

I'LL BE LUCKY TO WRANGLE ENOUGH FREE TIME FOR LUNCH!

WE INTERRUPT OUR REGULAR PROGRAMMING TO BRING YOU THIS SPECIAL BULLETIN! STATE PRISON OFFICIALS REPORT THE DARING ESCAPE OF THE SANDMAN AND...

THE SANDMAN--?

SO MUCH FOR LUNCH!

MEANWHILE, IN A TYPICAL EAST SIDE APARTMENT, PSYCHIATRIST PETER SPALDING SURVEYS HIS NOT SO TYPICAL ROOMMATE, AARON STACK-- THE MARVELOUS MACHINE MAN...

EVEN A ROBOT LIKES TO BE WELL-GROOMED, PETER!

ER... OF COURSE! AARON, I TRUST YOU HEARD ABOUT BRIMSTONE!

YES! MY INTERNAL MONITORS WERE TUNED TO THE NEWS!

DONNING HIS HUMANLIKE FACE, AARON PREPARES FOR WORK...

THE GOOD BARON NEVER STRUCK ME AS THE FORGIVING TYPE!

WE'LL COME CALLING!

HOURS LATER, IN THE WALL STREET HEADQUARTERS OF DELMAR INSURANCE-- WISEGUY AARON IS EMPLOYED AS A TOP INVESTIGATOR...

PAMELA! PAMELA GUINN! YOU'RE JUST THE GIRL I WANT!

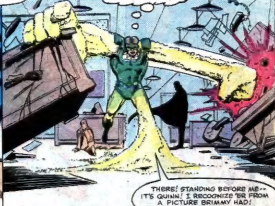




RUN! THAT MYSTICAL MADMAN IS CRACKLING WITH ENERGY!

IMPUDENT INSECTS! DELIVER THE GIRL-- AND YOU MAY YET SURVIVE THIS DAY!

WHEN! THE BARON IS MEAN! HE MAKES ME LOOK LIKE AN EVER-LOVIN' PUSSYCAT!



THERE! STANDING BEFORE ME-- IT'S GUINN! I RECOGNIZE 'ER FROM A PICTURE BRIMMY HAD!



OOON! MY ACHING STABILIZERS!  
IF NOT FOR MY MIGHTY METAL  
FRAME--I'D BE ONE MANGLED MESS--

BUT, LET'S YOU THINK WE'VE FORGOTTEN  
THE STAR OF THIS FRANTIC FABLE...

I CANCELLED MY AFTERNOON  
CLASSES--HOPING TO GET AN  
EARLY LINE ON SANDMAN, BUT--

GOOD OL GRAVEL-  
GIRTH MUST BE IN  
THAT ODDLY SHAPED  
BUILDING!

--INSTEAD OF A FIGHTING-  
MAD MACHINE MAN!

WHOO! MY EVER-  
FAITHFUL SPIDER-  
SENSE JUST  
KICKED IN!

I'LL PINPOINT  
THE EXACT  
OFFICE AND...

UNFORTUNATELY, A CRUEL, UNCARING FATE CAUSES BOTH SPIDER-MAN  
AND MACHINE TO ARRIVE ON THE SCENE AT THE EXACT SELF-SAME MOMENT--

KRASH!

HUH--? TWO  
OF THEM???

--WITH RESULTS WHICH ARE SOMEWHAT  
LESS THAN SPECTACULAR!

WHUMP!

I MANAGED TO  
DECREASE MY  
DENSITY--AND REVERT  
TO MY SANDY FORM--  
JUST IN TIME!



SPIDER-MAN --?  
I WASN'T PREPARED  
FOR ANY OUTSIDE  
INTERFERENCE!

SANDMAN! A STRATEGIC  
RETREAT MAY BE IN ORDER!



I'M WAY AHEAD  
OF YOU BACH!  
I BAGGED THE  
BLOUSE WHILE THE  
TWO JOKERS  
WERE PLAYING  
DEMOLITION  
DERBY!

SET YER  
HEXES  
HUMANIN' --  
AND LET'S  
SPILT!

YOU HAVE DONE  
WELL, MY EARTHY  
ASSOCIATE -- BUT  
DO NOT PRESUME  
TO ORDER ME  
ABOUT!

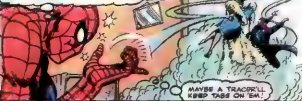
WITHOUT ANOTHER WORD, BRAW-  
STONE TURNS TO HIS MAGICAL  
MANIFESTATIONS, BUT...

I'M GONNA COOL THIS  
CONJURING CLOWN!



I MUST RID MYSELF OF THIS  
MUCK-ENCRUSTED MIGHT! HE'S  
TOO UNPREDICTABLE -- AND  
TOTALLY IRREPRESSIBLE!

WHAT THE --? SANDY AND COMPANY ARE  
VANISHING IN A CLOUD OF SMOKE -- WITHOUT  
SO MUCH AS A "HEIGH-O, SILVER!"



MAYBE A TRACER'LL  
KEEP TASS ON 'EM!

BUT, JUST THEN...



OWOW! I CAN'T REACH  
THEM IN TIME! THEY'RE  
ESCAPING -- WITH PAM  
AS A PRISONER!

UH, OH! LOOKS  
LIKE ONE OF  
THE BADDIES  
GOT LEFT  
BEHIND!

TENSE, SMOLDERING MOMENTS PASS, AS TWO, GRIM-FACED HEROES  
STUDY ONE ANOTHER...

AT LAST! I MEET  
THE WORLD-FAMOUS  
WEB-SPINNER!

THE DAILY BUGLE CALLS  
HIM A MENACE - BUT I'LL RESERVE  
JUDGMENT-- EVEN THOUGH HIS  
UNFORTUNE ARRIVAL PREVENTED  
PAM'S RESCUE!

I'M NOT SURE OF  
WHAT'S HAPPENED  
HERE-- BUT I'M  
NOT TAKING ANY  
CHANCES!

ACCORDING TO THE MEDIA,  
MACHINE MAN'S A MECHANIZED  
MARAUDER-- SO I'LL TAKE  
'IM HARD AND FAST

UAGG! YOUR  
JAW FEELS  
LIKE STEEL--  
AND I CAN  
GUESS WHY!

SPIDER-MAN,  
STOP! WE NEED  
NOT FIGHT!

IT'S NO USE! HE  
WON'T LISTEN  
TO REASON

I MUST  
ELUDE  
HIM

HEY! GO  
EASY ON THE  
VENTURES--

--ORTHODOXISTS  
DON'T COME CHEAP!

I MUST  
RAP PAST  
HIS FLAILING  
ARMED ARMS!

THERE! MY  
MOMENTUM  
CARRIED ME  
TO THE CEILING!

HOW'RE THINGS  
AT YOUR ALTITUDE,  
CIRCUIT-BREATH?

I COULD EASILY  
PLUCK YOU FROM  
YOUR VANTAGE  
POINT-- BUT I  
PREFER TO TALK!





BUT, BEFORE SPIDER-MAN CAN PONDERS FURTHER, THE COMPUTERIZED CRUSADER RESUMES HIS RELENTLESS GUNSLAUGHT--AND EDDIE HARRIS HITS...

THE REST OF THE STAFF HAS SPLIT-- BUT I DON'T CARE ABOUT THE DANGER-- I'M WAITIN' FOR MY HOT TIP!

AT LAST! THE PHONE!

BRING!

WITH A SPEED WHICH BELIES HIS BULK, EDWARD W. HARRIS RACES FORWARD, BUT...







WHEN FACED WITH A PROBLEM, A CHILD  
TURNS TO A PARENT AND MACHINE MAN  
TURNS TO (YOU GUESSED IT) HIS EVEN-RELOBBLE  
NEIGHBORHOOD MECHANIC, GARYN...



SO! YOU YOUNG YAKHOOS  
WANNA GO FOR A JAUNT IN  
THE SUBURBS? WELL, LA-BE-DUH!

LEMMAS SEE WHAT  
I CAN RIG UP!

IF YER GONNA CARRY SPIDER-MAN, THIS  
ADDITIONAL POWER SOURCE WILL COME  
IN HANDY, KID!

GARVIN MAY COME ACROSS  
AS A CRUSTY, CANTANKEROUS  
CLOWN-- BUT EVEN I CAN  
SEE THAT HE'S A FIRST-RATE MECHANIC!



I KNOW YA CAN NEGATE GRAVITY, BUT  
A PROPELLER WILL PROVIDE YA MORE  
WITH SPEED AND MANEUVERABILITY!



GEARS,  
I LOOK  
RIDICULOUS!

YA WANNA BE  
FASHIONABLE--  
OR FUNCTIONAL?!



THANKS, YER ALL SET!

THANKS,  
JEAN.

DON'T SO  
GETTING  
YERSELF  
KILLED--

--I WANT  
MYN PARTS  
PAINT!



THIRTY EIGHT  
BREATHLESS  
MINUTES LATER...

SPIDE-MAN! THE HOMING  
SIGNAL IS ORIGINATING  
FROM THE MANSION BELOW!

REMEMBER!  
PAM'S SAFETY  
IS OUR UTMOST  
CONSIDERATION!

IF I DIDN'T KNOW BETTER, I'D THINK  
BOLT-BRAIN WAS EMOTIONALLY INVOLVED  
WITH MS. QUINN-- BUT THAT'S IMPOSSIBLE!  
HE'S A MACHINE!



--WHILE I GIVE CHASE  
TO OUR BEACHY BENEATH!



BUT, AS OUR RASCALLY ROBOT  
FOLLOWS THE SAVAGE SQUAD-  
MAN'S SWIM OF SCAMPING  
DESTRUCTION...



HE'S  
DISAPPEARED--

--VANISHED  
WITHOUT A  
TRACE!

THEN, SUDDENLY...

IT'S TIME FOR  
A TUNE-UP  
TINKER!

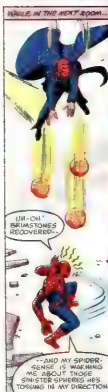


YA WALKED  
RIGHT OVER  
ME!

I WAS TOO  
CARELESS--TOO  
OVER-CONFIDENT!

WHILE IN THE NEXT ROOM...

THEY'RE  
FILLED  
WITH LETHAL  
EXPLOSIVES!



UH-OH!  
BOMBSTONES  
RECOVERED--

--AND MY SPIDER-  
SENSE IS WARNING  
ME ABOUT THOSE  
SINISTER SPHERES HE'S  
TOSsing IN MY DIRECTION!



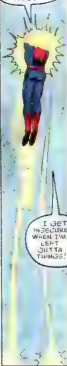
I'VE GOT  
TO EMPLOY  
SOME SPIDER-  
LIKE SWIFTNESS--  
AND DODGE 'EM  
AS BEST I  
CAN!

TAKING ADVANTAGE OF  
SPIDER-MAN'S FEROCIOUS  
FREDGMENT, BARN  
BOMBSTONE CONJURES  
UP A DIMENSIONAL  
GATEWAY...



LOOKS LIKE  
MY BRISTLY  
BOGIE-MAN IS  
MAKING WITH  
ANOTHER DEMON-  
LIKE DEPARTURE!

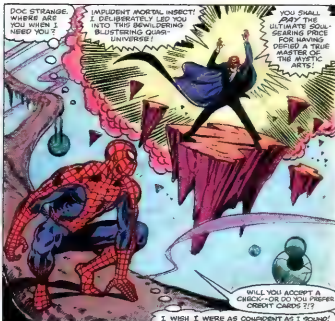
I'M NOT STAYING  
BEHIND THIS  
TIME!



I GET  
INSECURE  
WHEN I'M  
LEFT  
JUTTA  
THINGS!



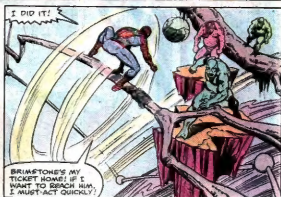
LAUGH WHILE YOU MAY, MY PETULANT PLAYTHING ALONG AND UNAIDED--YOU ARE NO MATCH FOR THE PEERLESS POWER OF BARRON BRIMSTONE!



FIERED BY FEAR, THE DESPERATE, DETERMINED YOUTH PUTS EVERY FIBER OF HIS COURAGEOUS BEING INTO ONE SPIDER-POWERED PUNCH, BUT...

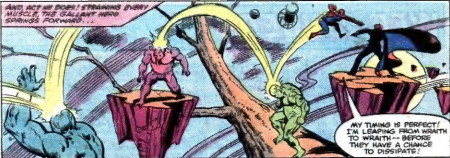
NUH??! THE GASTLY GOON IS DISSOLVING BEFORE I CAN MAKE CONTACT!

I CAN'T HURT HIM!





AND, ACT HE DOES! STRAINING EVERY MUSCLE, THE GALLANT HERO SPRINGS FORWARD...



MY TIMING IS PERFECT! I'M LEAPING FROM WRAITH TO WRAITH-- BEFORE THEY HAVE A CHANCE TO DISSIPATE!

HI, BARON! I HOPE YOU WEREN'T PLANNING ON LEAVING WITHOUT ME!



YOU HAVE MERELY POSTPONED THE INEVITABLE. YOU MISBEGOTTEN MAGGOT! MANY ARE THE DARK FORCES I CAN SUMMON!

I'LL SAY ONE THING FOR YOU, BRIMSTONE-- YOU DON'T KNOW HOW TO FIGHT FAIR!

SLICKING WITH MYSTICAL POWER, BRIMSTONE STRAINS AGAINST THE THOROUGHLY WEAKENED WEB-SPINNER, UNTIL...



WHAT'S THIS? A METALLIC APPARATUS ATTACHED TO THE BARON'S BACK--???

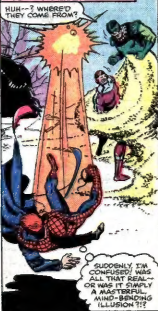
I WONDER-- IF HE USES THIS TO BRIDGE THE DIMENSIONAL GAPS?

IT WON'T HURT TO FIND OUT!



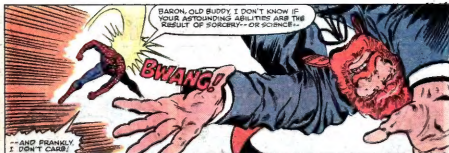
STOP! YOU DON'T KNOW WHAT YOU'RE DOING!

INSTANTLY--THERE IS A BROILING, BLINDING EXPLOSION AND...



HUH--? WHERE'D THEY COME FROM?

SUDDENLY, I'M CONFUSED! WAS ALL THAT REAL-- OR WAS IT SIMPLY A MASTERFUL, MIND-BENDING ILLUSION???



BARON, OLD BUDDY I DON'T KNOW IF YOUR ASTOUNDING ABILITIES ARE THE RESULT OF SORCERY--OR SCIENCE--

**BWANG!**

--AND FRANKLY, I DON'T CARE!

MEANTIME...

BRIMSTONE'S SUDDEN DEFEAT HAS MOMENTARILY DISTRACTED SANDY!



BEFORE HIS ATTENTION RETURNS, I MUST ACT BOLDLY--AND SWIFTLY--

--AND DO THE ONE THING THAT HE'LL LEAST EXPECT!



HEY?! WHAT ARE YA UP TO?

I'M MERELY LOOSENING MY WAIST COUPLINGS--SO THAT I CAN WHIRL MY UPPER BODY LIKE A GIANT FAN!



SO! YER TRYING TO SCATTER ME TO THE FAR WINDS!

TOO BAD I CAN ALTER MY DENSITY TO STONE-LIKE CONSISTENCY!



I'M GONNA BEND YER BOLT--AND TROUNCE YER TRANSFORMERS!

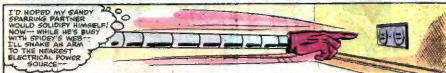
BUT, THEN...

IS THIS A PRIVATE FIGHT--OR CAN ANYONE JOIN?



BLAST THAT SPIDER-MAN!

I'D HOPED MY SANDY SPARRING PARTNER WOULD SOLIDIFY HIMSELF! NOW--WHILE HE'S BUSY WITH SPIDEY'S WEB-- I'LL SHAKE AN ARM TO THE NEAREST ELECTRICAL POWER SOURCE--



--SO THAT I CAN ELECTRIFY HIM WITH SUFFICIENT VOLTAGE-- TO SHOCK EVEN HIS SAND-FUSED FLESH INTO UNCONSCIOUSNESS!



EEYII!

BUT, UNEXPECTEDLY...

LOOK! BRIMSTONE'S REPAIRED HIS APPARATUS!

INDEED! WERE MORTALS COULD NEVER TRULY TRIUMPH OVER BARON BRIMSTONE!

SECONDS LATER...

PAM, LET ME FREE YOU! I WAS SO WORRIED--

PLEASE DON'T LET THAT METAL MONSTER HEAR ME! HE FRIGHTENS ME SO!

I WISH AARON STACK WERE HERE-- HE'D PROTECT ME FROM THAT... THAT THING!



I GROW IN POWER WITH EACH CONFRONTATION! ADRIU... FOR NOW!



KEEP YOUR COLD INHUMAN HANDS AWAY FROM ME!



THE GIRL'S HYSTERICAL WITH FEAR! SHE'S ACTUALLY TERRIFIED OF MACHINERY!



HE'S ESCAPING!



WOW! I USED TO THINK I HAD PROBLEMS!

MACHINE MAN'S THE ONLY ONE OF HIS RACE! AT LEAST I CAN TAKE OFF MY COSTUME-- AND ASSOCIATE WITH MY OWN KIND!



"BUT TRY AS HE MIGHT, HE CAN NEVER FORGET THAT HE'LL ALWAYS STAND APART FROM HUMANITY--"



"--APART AND ALONE!"

